



## Pasari Spinning Mills Limited

Date: 02.09.2025

To,  
Mr. Jeevan Noronha,  
Manager,  
Department of Corporate Services,  
Bombay Stock Exchange,  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai - 400001

Sub: Annual General Meeting Notice and Annual Reports of Financial Year 2024-2025.

Ref: BSE code: 521080 - Pasari Spinning Mills Limited

Dear Sir,

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed the Annual Report of the Company and Notice convening the 34<sup>th</sup> AGM for the financial year 2024-25.

The 34<sup>th</sup> Annual General Meeting (AGM) of the Company is scheduled to be held on Saturday, 27<sup>th</sup> September, 2025 at 11.00 A.M through Video Conference / Other Audio Visual Means.

The Notice of AGM along with the Annual Report for the financial year 2024-25 is also being made available on the website of the Company at: <https://www.pasarispinning.com> in investor relation section.

This is for your information and records please.

Thanking you

Yours faithfully,

**For Pasari Spinning Mills Limited**

**KRISHNA**  
**KUMAR**  
**GUPTA**

Digitally signed  
by KRISHNA  
KUMAR GUPTA

**Krishna Kumar Gupta**

Managing Director

DIN: 00003880

No 18 III Floor, Anjaneya Temple Road, Yediyur, Jayanagar 6th Block, Bangalore – 560082

CIN: L85110KA1991PLC012537  
Web: <http://www.pasariexports.com/>

Phone No: 91-80-2676-0125  
Email: [admin@pasariexports.com](mailto:admin@pasariexports.com)

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**ANNUAL REPORT**  
**2024-2025**  
**PASARI SPINNING MILLS LIMITED**

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**THIRTY FORTH ANNUAL REPORTS  
OF  
PASARI SPINNING MILLS LIMITED  
CIN: L85110KA1991PLC012537  
2024-25**

**Board of Directors**

<b>Mr. Krishna Kumar Gupta</b>	Executive Director, Managing Director
<b>Mrs. Poonam Gupta</b>	Non-Executive Non-Independent Director
<b>Mr. Gauri Shankar Gupta</b>	Non-Executive, Non Independent Director
<b>Mr. Kolagunda Kumar Siddappa</b>	Non-Executive, Non Independent Director
<b>Ms. Sheela Arvind</b>	Non-Executive Independent Director
<b>Mr. Byadarahally Lakshmaiah Pundareeka</b>	Non-Executive Independent Director
<b>Mr. Tarun Kumar Gupta</b>	Chief Financial Officer
<b>Ms. CS Unnti</b>	Company Secretary & Compliance Officer

**STATUTORY AUDITORS:**

**M/s Rao & Emmar**  
Chartered Accountants  
No.18, Ramanashree Arcade, 2nd Floor,  
No 204 and 205, Ashok Nagar Post,  
Mahatma Gandhi Road,  
Banglore -560001

**SECRETARIAL AUDITORS:**

**M/s Vinay & Ashwini**  
Company Secretaries  
#104, 1st Floor, Sarvaboumanagara,  
Chikkalasandra II Main,  
Bangalore-560061

**INTERNAL AUDITOR:**

**Mr. Rayaluru Venkatapathi**  
Cost Accountant  
No. 84, Sri Sai Nilayam, 3rd Cross,  
Balaji Nagar Uttrahalli,  
Bangalore-560061

**AUDIT COMMITTEE:**

<b>Ms. Sheela Arvind</b> Chairperson	Non-Executive, Independent Director
<b>Mr. Byadarahally Lakshmaiah Pundareeka</b> Member	Non-Executive, Independent Director
<b>Mrs. Poonam Gupta</b> Member	Non-Executive, Non Independent Director

**NOMINATION & REMUNERATION COMMITTEE:**

<b>Ms. Sheela Arvind</b> Chairperson	Non-Executive, Independent Director
<b>Mr. Byadarahally Lakshmaiah Pundareeka</b> Member	Non-Executive, Independent Director
<b>Mrs. Poonam Gupta</b> Member	Non-Executive, Non Independent Director

**STAKEHOLDERS RELATIONSHIP COMMITTEE:**

<b>Ms. Sheela Arvind</b> Chairperson	Non-Executive, Independent Director
<b>Mr. Byadarahally Lakshmaiah Pundareeka</b> Member	Non-Executive, Independent Director
<b>Mrs. Poonam Gupta</b> Member	Non-Executive, Non Independent Director

**REGISTERED OFFICE:**

# 18, III Floor,  
Anjaneya Temple Street, Yediyur,  
Jayanagar 6th Block, Bangalore - 560082.

**FACTORY PREMISES:**

# 54 & 55, KIADB Indl Area,  
1<sup>st</sup> Main III Cross,  
Nanjangud - 571301

**NOTICE**

Notice is hereby given that the THIRTY FORTH Annual General Meeting of the Members of Pasari Spinning Mills Limited will be held on **Saturday 27<sup>th</sup> September, 2025 at 11.00 A.M** through Video Conference/Other Audio Visual Means to transact the following business:-

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2025, the Profit & Loss Account and Cash Flow Statement together with the Boards Report and Auditors Report thereon as circulated to the shareholders.
2. To appoint a Director in place of Mrs. Poonam Gupta who retires by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS:**

3. To Appoint M/s Vinay & Ashwini a peer-reviewed firm of Practicing Company Secretaries, as the Secretarial Auditors of the Company for a period of five financial years commences from F.Y. 2025-26 to F.Y. 2029-30.

"**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and such other rules and regulations as may be applicable (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Vinay & Ashwini, Practicing Company Secretaries, a peer-reviewed firm (Peer Review Certificate No. 6327/2024), be and are hereby appointed as the Secretarial Auditors of the Company to conduct the Secretarial Audit for a period of five consecutive financial years commencing from F.Y. 2025-26 up to F.Y. 2029-30"

"**RESOLVED FURTHER THAT** Mr. Krishna Kumar Gupta Managing Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient and incidental to give effect to this resolution"

By order of the Board of Directors  
for Pasari Spinning Mills Limited

Date: 01.09.2025

Place: Bangalore

CS Unnti  
Company Secretary & Compliance Officer  
ICSI M No: 75917

### Notes

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporate is entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding) Promoters, Institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National

Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.pasarispinning.com](http://www.pasarispinning.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
8. Members are requested to inform the Company's Registrars and Share Transfer Agents viz., **Kfin technologies Private Limited**, regarding changes, if any in their registered addresses along with the PIN code number.
9. Members desirous of getting any information about the accounts of the Company are requested to send their queries to the Registered Office of the Company at least 7 days prior to the date of the meeting so that the requisite information can be readily made available.
10. The Register of members and the share transfer books of the Company will remain closed from **Friday 19<sup>th</sup> September, 2025 to Saturday 27<sup>th</sup> September, 2025** (both days inclusive).
11. As per provisions of the Companies Act, 2013 the facility for making nominations is available to the shareholders. Nomination forms can be obtained from the Company's Registrars and share Transfer Agents, viz., **Kfin technologies Private Limited** in physical form.
12. Brief profile and other required information about the director liable to retire by rotation, as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

Name	Mrs. Poonam Gupta
Date of Birth	18.11.1976
Date of appointment	09.05.2019
Qualifications	B.COM

Expertise in specific functional area	Corporate Governance , Management, Human Resource	
Relationship with other directors	Wife of Managing Director	
Name of listed entities (other than the Company) in which he holds the Directorship and the membership of Committees of the Board	Directorships in Listed Companies:	None
	Membership of Committees in Listed Companies	None
No of shares held in Company	32,629 Individually	

### 13. ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

- In accordance with, the Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 and all other relevant circulars issued from time to time issued by SEBI owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
- In support of the Green Initiative, the Company hereby request members who have not updated their Email IDs to update the same with their respective Depository Participant(s) or **Kfin technologies Private Limited** for receiving communications from the Company electronically.
- Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (e.g. Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

14. Members are requested to address all correspondences including those for Remat/ Demat, nomination requests, share transfers, change of address/ mandates for physical holdings etc., at least 10 days before Annual General Meeting to enable the management to keep the information ready at the meeting. The queries may be addressed to:

The Share Transfer agents –  
**Kfin technologies Private Limited,**  
Tower B, Plot No. 31 32, Selenium Building,  
Financial district, Nanakramguda, Serilingampally,  
Hyderabad, Rangareddi, Telangana, 500032.  
Email: [rajeev.kr@kfintech.com](mailto:rajeev.kr@kfintech.com)

**15. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:**

The remote e-voting period begins on **22<sup>nd</sup> September, 2025 at 09:00 A.M.** and ends on **26<sup>th</sup> September, 2025 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **18<sup>th</sup> September, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **18<sup>th</sup> September, 2025**.

**16. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, Email ID, mobile number at [pasaricompliance@pasariexports.com](mailto:pasaricompliance@pasariexports.com) Questions / queries received by the Company **22<sup>nd</sup> September, 2025 (9.00 a.m. IST) and 25<sup>th</sup> September, 2025 (5.00 p.m. IST)** shall only be considered and responded during the AGM. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

**17. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM However, they will not be eligible to vote at the AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**18. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:**

- In case shares are held in physical mode please provide Folio No, Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [pasaricompliance@pasariexports.com](mailto:pasaricompliance@pasariexports.com).
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested

scanned copy of Aadhar Card) to [pasaricompliance@pasariexports.com](mailto:pasaricompliance@pasariexports.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

- Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring User ID and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and Email ID correctly in their demat account in order to access e-Voting facility.

#### 19. HOW DO I VOTE ELECTRONICALLY USING NSDL E-VOTING SYSTEM?

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

##### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and Email ID in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered Email ID/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting

your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under **IDeAS** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “**Login**” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing User ID and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service provider's website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve

the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose Email IDs are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-

Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by E-mail to **Mr. Vinay B L, Practicing Company Secretary** at [vinay@vinaybl.com](mailto:vinay@vinaybl.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to **Falguni Chakraborty** at [evoting@nsdl.com](mailto:evoting@nsdl.com)

#### **20. PROCEDURE FOR INSPECTION OF DOCUMENTS:**

All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection

By the Order of the Board  
for Pasari Spinning Mills Limited

Date: 01.09.2025  
Place: Bangalore

CS Unnti,  
Company Secretary & Compliance Officer  
ICSI M No: 75917

**EXPLANATORY STATEMENT**

**Item: 3 To Appoint M/s Vinay & Ashwini a peer-reviewed firm of Practicing Company Secretaries, as the Secretarial Auditors of the Company for a period of five financial years commencing from F.Y. 2025-26 to F.Y. 2029-30:**

The Board of Directors have proposed the appointment of M/s Vinay & Ashwini, Practicing Company Secretaries, a peer-reviewed firm, as the Secretarial Auditors of the Company for a period of five financial years commencing from the financial year 2025-26 up to the financial year 2029-30.

As per the provisions of Section 204 of the Companies Act, 2013, every listed company and such other class of public companies as prescribed are required to annex with their Board's Report, a Secretarial Audit Report given by a Company Secretary in Practice.

Considering the expertise, peer-review status, and experience of the proposed Secretarial Auditors, the Board recommends their appointment for a term of five years to ensure consistency and continuity in compliance review.

None of the Directors, Key Managerial Personnel of the Company, and their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

By the Order of the Board  
for Pasari Spinning Mills Limited

Date: 01.09.2025  
Place: Bangalore

CS Unnti  
Company Secretary & Compliance Officer  
ICSI M No: 75917